

**UNITED STATES DISTRICT COURT
DISTRICT OF DELAWARE**

In re)	Chapter 11
)	
GARDEN RIDGE CORPORATION, et al.,)	Case No. 04-10324 (DDS)
)	(Jointly Administered)
)	
Debtors.)	
)	
STARLIGHT SUGARLAND TEXAS, LP,)	
)	
Appellant,)	Civil Action No.: 05-181 (GMS)
)	
v.)	
)	
GARDEN RIDGE CORPORATION, et al.,)	
)	
<u>Appellees.</u>)	

**AGREEMENT AND REQUEST TO DISMISS
APPEAL PURSUANT TO FED.R.BANKR.P. 8001(c)(2)**

Pursuant to Federal Rule of Bankruptcy Procedure 8001(c)(2), the undersigned parties hereby agree to dismiss the above-captioned appeal and respectfully request that the Court enter the proposed order, attached hereto as Exhibit A, dismissing this appeal. The parties further agree that each of the parties shall bear its own costs and attorneys' fees incurred in this appeal.

[REMAINDER OF PAGE INTENTIONALLY LEFT BLANK]

Dated: June 17, 2005

ASHBY & GEDDES

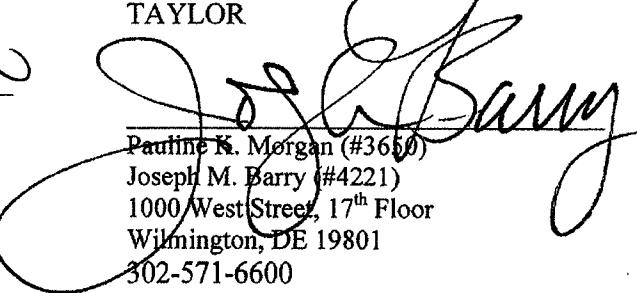


William P. Bowden (#2553)
Ricardo Palacio (#3765)
222 Delaware Avenue, 17th Floor
P.O. Box 1150
Wilmington, DE 19801
302-654-1888

Attorneys for Appellant Starlight
Sugarland Texas, L.P.

Dated: June 17, 2005

YOUNG CONAWAY & STARGATT &
TAYLOR



Pauline K. Morgan (#3650)
Joseph M. Barry (#4221)
1000 West Street, 17th Floor
Wilmington, DE 19801
302-571-6600

-and-

PAUL WEISS RIFKIND WHARTON &
GARRISON LLP
Alan W. Kornberg, Esq.
Curtis J. Weidler, Esq.
1285 Avenue of the Americas
New York, NY 10019-6064

Attorneys for Appellees Garden Ridge
Corporation, *et al.*

157734.1